

LAUREUS CORPORATE INDUSTRIES, INC.

Registered Office

800 W. 8th Street, Suite 16

Address

MIAMI, FLORIDA 33174 (305)552-5973

City/State/Zip

Phone #

LOCAL REPRESENTATIVE TALLAHASSEE

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ~~JADES PROPERTIES, INC.~~  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

| NEW FILINGS                         |                   |
|-------------------------------------|-------------------|
| <input checked="" type="checkbox"/> | Profit            |
| <input type="checkbox"/>            | NonProfit         |
| <input type="checkbox"/>            | Limited Liability |
| <input type="checkbox"/>            | Domestication     |
| <input type="checkbox"/>            | Other             |

| AMENDMENTS               |  |
|--------------------------|--|
| <input type="checkbox"/> | Amendment                              |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent             |
| <input type="checkbox"/> | Dissolution/Withdrawal                 |
| <input type="checkbox"/> | Merger                                 |

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\*\*\*\*122.50 \*\*\*\*122.50

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/ QUALIFICATION |                     |
|-----------------------------|---------------------|
| <input type="checkbox"/>    | Foreign             |
| <input type="checkbox"/>    | Limited Partnership |
| <input type="checkbox"/>    | Reinstatement       |
| <input type="checkbox"/>    | Trademark           |
| <input type="checkbox"/>    | Other               |

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 12, 1997

LAZARUS

MIAMI, FL

SUBJECT: JADE'S PROPERTIES, INC.  
Ref. Number: W97000025583

We have received your document for JADE'S PROPERTIES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 797A00054379

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION  
of  
JADE'S INVESTMENT PROPERTIES, INC.  
a Florida Corporation

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ARTICLE ONE

Name

The name of this corporation is:

JADE'S INVESTMENT PROPERTIES, INC.

ARTICLE TWO

The principal address of the corporation shall be:

18151 Northeast 31st Court, No. 902  
North Miami Beach, Florida 33160

The Board of Director may, from time to time, move the principal office of the corporation to any other address in the State of Florida.

ARTICLE THREE

Duration

The term of existence of the corporation shall be perpetual.

ARTICLE FOUR

Nature of Business

The general nature of the business to be transacted by this corporation is:

A. General business; and

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- B. To conduct business in, have one or more officers in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida, and in all other states and countries.
- C. To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.
- D. To purchase the corporate assets of any other corporation and engage in the same or other character of business.
- E. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### ARTICLE FIVE

##### Capital Stock

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is Six hundred (600) shares of common stock having Five (\$5.00) dollars Par value.

#### ARTICLE SIX

##### Initial Capital

The amount of capital with which this corporation will begin business is Five Hundred 00/00 (\$500.00) dollars.

#### ARTICLE SEVEN

##### Directors

The corporation shall have one Director initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one (1).

## ARTICLE EIGHT

### Initial Director and Officer

A. The initial Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

The Director elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 4:00 o'clock, p.m., on the 10th day of NOVEMBER, of each year, at 18151 Northeast 31st Court, No. 902, North Miami Beach, Florida, or at such other time and place as the Board of Directors may designate from time to time, by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the Minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be *prima facie* evidence of such authority.

The names and addresses of such initial member of the Board of Directors are as follows:

DENNIS MISDRAJI  
18151 Northeast 31st Court, No. 902  
North Miami Beach, Florida 33160

**B. CORPORATE OFFICERS.**

The Board of Directors shall elect the following officers: President; Vice President; Secretary; and Treasurer, and such other officers as the By-Laws of this Corporation may authorize the Director to elect from time to time. Initially, such officers shall be elected at the first Annual Meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

|                 |                 |
|-----------------|-----------------|
| President:      | DENNIS MISDRAJI |
| Vice President: | DENNIS MISDRAJI |
| Secretary:      | DENNIS MISDRAJI |
| Treasurer:      | DENNIS MISDRAJI |

**ARTICLE NINE**

**Subscribers**

The names and residence addresses of the Subscribers of this corporation are as follows:

DENNIS MISDRAJI  
18151 Northeast 31st Court, No. 902  
North Miami Beach, Florida 33160

**ARTICLE TEN**

**Registered Agent and Office**

The name of the Corporation's Registered Agent and the address of the Corporation's Registered Office shall be:

DENNIS MISDRAJI  
18151 Northeast 31st Court, No. 902  
North Miami Beach, Florida 33160

ARTICLE ELEVEN

Amendments of Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon.


IN WITNESS WHEREOF, I, the undersigned, being the Subscriber and Incorporator of JADE'S INVESTMENT PROPERTIES, INC. for the purpose of forming this corporation under the laws of the State of Florida, have executed these Articles of Incorporation, on this the 10<sup>th</sup> day of NOVEMBER, 1997.

  
DENNIS MISDRAJI, Subscriber

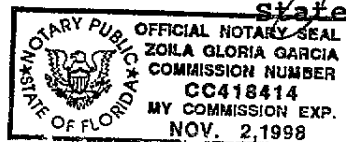
STATE OF FLORIDA       )  
                                  :SS  
COUNTY OF DADE       )

BEFORE ME, the undersigned authority, personally appeared DENNIS MISDRAJI who, upon oath, acknowledged before me that he executed the foregoing ARTICLES OF INCORPORATION of JADE'S INVESTMENT PROPERTIES, INC., a Florida Corporation, freely and voluntarily, and for the purposes therein expressed.

WITNESS my hand and seal, at Miami, County and State aforesaid, this 10<sup>th</sup> day of NOVEMBER, 1997.

  
Notary Public  
State of Florida at Large

My Commission Expires:



**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: JADE'S INVESTMENT PROPERTIES, INC.
2. The name and address of the registered agent and office is:

DENNIS MISDRAJI

18151 Northeast 31st Court, No. 902

NORTH MIAMI BEACH, FLORIDA 33160

  
\_\_\_\_\_  
DENNIS MISDRAJI,  
President

**ACKNOWLEDGMENT**

Having been named as Registered Agent and to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
\_\_\_\_\_  
DENNIS MISDRAJI

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